

Michael J. Bettinger (SBN 122196)  
mbettinger@sidley.com

Irene Yang (SBN 245464)  
irene.yang@sidley.com

SIDLEY AUSTIN LLP  
555 California Street, Suite 2000  
San Francisco, California 94104  
Telephone: (415) 772-1200  
Facsimile: (415) 772-7400

*Attorneys for Huawei Technologies Co., Ltd.,  
Huawei Device USA, Inc., Huawei Technologies  
USA, Inc., and HiSilicon Technologies Co. Ltd.*

David T. Pritikin (*Pro Hac Vice*)  
dpritikin@sidley.com

David C. Giardina (*Pro Hac Vice*)  
dgiardina@sidley.com

Douglas I. Lewis (*Pro Hac Vice*)  
dilewis@sidley.com

John W. McBride (*Pro Hac Vice*)  
jwmcbride@sidley.com

SIDLEY AUSTIN LLP  
One South Dearborn  
Chicago, Illinois 60603  
Telephone: (312) 853-7000  
Facsimile: (312) 853-7036

**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

HUAWEI TECHNOLOGIES CO., LTD.,  
HUAWEI DEVICE USA, INC., and  
HUAWEI TECHNOLOGIES USA, INC.,

Plaintiff(s)/Counterclaim  
Defendants,

vs.

SAMSUNG ELECTRONICS CO., LTD,  
SAMSUNG ELECTRONICS AMERICA,  
INC.,

Defendants / Counterclaim-  
Plaintiffs

and

SAMSUNG RESEARCH AMERICA, INC.,

Defendant,

v.

HISILICON TECHNOLOGIES CO., LTD.,

Counterclaim-Defendant.

Case Number: 3:16-cv-2787-WHO

**DECLARATION OF CORY D.  
SZCZEPANIK IN SUPPORT OF  
SAMSUNG'S ADMINISTRATIVE  
MOTION TO FILE UNDER SEAL  
PORTIONS OF SAMSUNG'S MOTION  
TO PARTIALLY EXCLUDE THE  
REPORT AND TESTIMONY OF JORGE  
PADILLA, MICHAEL J. LASINSKI, AND  
CHARLES L. JACKSON AND STRIKE  
THE REBUTTAL OPINIONS OF  
JACQUES DELISLE AND ZHI DING**

I, Cory D. Szczepanik declare as follows:

1. I am an attorney at the law firm of Sidley Austin LLP, counsel for Huawei Technologies Co., Ltd., Huawei Device USA, Inc., Huawei Technologies USA, Inc., and HiSilicon Technologies Co., Ltd. (collectively, “Huawei”). I am a member in good standing of the State Bar of Texas, and I am admitted to practice in the Northern District of California. Unless otherwise stated, I have personal knowledge of the facts set forth in this declaration, and, if called upon as a witness, I could and would testify as to these facts.

2. Pursuant to Civil Local Rule 79-5, I make this declaration in support of Samsung’s Administrative Motion to File Under Seal Portions of Samsung’s Motion to Partially Exclude the Report and Testimony of Jorge Padilla, Michael J. Lasinski, and Charles L. Jackson and Strike the Rebuttal Opinions of Jacques Delisle and Zhi Ding (Dkt. 331) (“Motion to Exclude”). I have reviewed the portions of Samsung’s Motion to Exclude (and exhibits thereto) that contain information that Samsung had identified as confidential to Huawei. After review, Huawei requests that the following documents and portions of documents be filed under seal:

Document	Portions to be Filed Under Seal
Motion to Exclude	Yellow highlighted portions on the lines: i:7-8, i:14, 1:8-11, 1:17-2:2, 2:5-8, 2:13-17, 3:4-5, 3:8-4:8, 5:20-6:18, 6:22-23, 6:25-28, 7:3-4, 7:11-16, 7:25-27, 8:15-16, 8:19-9:1, 10:10-11, 10:23-24, 10:25-28, 11:9-13, 11:15-20, 11:22-28, 12:1-5, 12:7-11, 12:13-19, 12:20-26, 12:28, 13:1-7, 13:18-14:6, 14:17-21, 14:25-26; 14:28, 15:1-4, 15:11-15, 16:3-4, 16:13, 16:16-18, 16:21-26, 16:28, 17:1-13, 17:17-25, 18:4, 18:7-19, 18:25-26, 19:1-5, 19:12-16, 19:24-20:14, 20:24-25  Green highlighted portions on the lines: 1:12-14, 2:19-23, 9:7-22, 10:9-10, 15:18-20, 18:21-24
Exhibit 1	Entire document
Exhibit 2	Entire document
Exhibit 3	Entire document
Exhibit 4	Entire document
Exhibit 5	Entire document

Exhibit 6	Entire document
Exhibit 7	Entire document
Exhibit 8	Entire document
Exhibit 11	Entire document
Exhibit 12	Entire document
Exhibit 14	Entire document
Exhibit 16	Entire document
Exhibit 19	Entire document
Exhibit 20	Entire document
Exhibit 23	Entire document

3. The above highlighted portions and exhibits sought to be sealed relate to expert reports or testimony regarding licensing negotiations and FRAND determinations between Huawei and Samsung, in addition to confidential third party patent licenses. Huawei respectfully requests that these highlighted portions and exhibits are sealed.

4. As Mr. Xiaowu Zhang previously explained in his sworn declaration (Dkt. 305), the negotiations between Samsung and Huawei were conducted pursuant to a non-disclosure agreement. Mr. Zhang also explained that Huawei considers this information highly confidential and does not disclose it to the public. Huawei also has a duty of confidentiality to third parties with whom it has entered into a patent license. Disclosure of this confidential information to the public would harm Huawei's competitive standing by giving competitors insight into Huawei's past licensing positions and practices, which could be used to Huawei's disadvantage. For example, competitors and/or potential licensing partners could gain unfair insight and leverage in licensing discussions that Huawei would lack, thereby creating an asymmetry of information and bargaining power that would otherwise not exist but for the disclosure of the above confidential information. This would create a serious risk of competitive injury to Huawei. Third parties would be harmed in the same manner. Moreover, Huawei has a strong business interest in maintaining the confidentiality of the above licensing-related information.

5. Mr. Zhang further explained that, within Huawei, access to such confidential information is restricted and not everyone in Huawei's IP Department has access to such information, not to mention the other employees in other departments. He also explained that the employees of Huawei's IP Department that have access to the information understand the

1 sensitive nature of such information, and understand their duty to not disclose the information  
2 outside of Huawei without legal protections against dissemination. Redaction of the information  
3 is necessary to avoid placing Huawei at a significant business disadvantage vis-à-vis its  
4 competitors and potential licensing partners.

5 6. Further, as Mr. Gray noted in his Declaration ISO Samsung's Motion to File  
6 Under Seal (Dkt. 331-1, ¶ 7), the Court previously ordered the parties' negotiations positions and  
7 documents reflecting those negotiations sealed at Dkt. 103 at 18-19 (finding "compelling  
8 justification" for sealing) and Dkt. 270 at 3. The above highlighted portions and exhibits should  
9 be sealed for the same reasons.

10  
11 I declare under penalty of perjury under the laws of the United States that the foregoing is  
12 true and correct to the best of my knowledge.

13 Executed electronically on the 9th day of July, 2018 in Dallas, Texas.

14  
15 /s/ Cory D. Szczepanik

16  
17 

---

Cory D. Szczepanik